

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA**

In re:

Jointly Administered

EPIC Companies Midwest, LLC,
EPIC Companies Midwest 2023, LLC,
EPIC Employee, LLC,
EOLA Capital, LLC, and
EC West Fargo, LLC,

Bankruptcy No. 24-30281
Bankruptcy No. 24-30282
Bankruptcy No. 24-30283
Bankruptcy No. 24-30284
Bankruptcy No. 24-30285

Debtors.¹

Chapter 11

**FIFTH APPLICATION OF FREMSTAD LAW FIRM FOR THE ALLOWANCE OF
FEES AND EXPENSES AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS
FOR JULY, 2025**

1. Mark Western and Fremstad Law Office (collectively, “Fremstad”) make this Application for allowance of fees for professional services rendered and for reimbursement of expenses incurred as special litigation counsel for EPIC Companies Midwest, LLC, EPIC Companies Midwest 2023, LLC, EPIC Employee, LLC, EOLA Capital, LLC, and EC West Fargo, LLC (collectively, the “Debtors”) between July 1, 2025 and July 31, 2025 pursuant to 11 U.S.C. § 330.

2. In support of this Application, Fremstad respectfully states as follows:

JURISDICTION

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and Fed. R. Bankr. P. 5005. This a core proceeding pursuant to 28 U.S.C. § 157(b). Venue

¹ In accordance with Fed. R. Bankr. P. 2002(n) and 1005 and 11 U.S.C. § 342(c), as applicable, the Debtors’ address is 400 10th Street SE, Minot, ND 58701 and their Employer Identification Numbers (EINs) are as follows: 83-2840705 (EPIC Companies Midwest, LLC), 88-3709518 (EPIC Companies Midwest 2023, LLC), 88-4112082 (EPIC Employee, LLC), 88-0554720 (EOLA Capital, LLC) and 82-5331354 (EC West Fargo, LLC).

is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The petitions commencing these Chapter 11 cases were filed on July 8, 2024 (the “Petition Date”). The cases are currently pending before this Court.

4. 8 U.S.C. §§ 157 and 1334 and Fed. R. Bankr. P. 5005. This a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The petitions commencing these Chapter 11 cases were filed on July 8, 2024 (the “Petition Date”). The cases are currently pending before this Court.

5. This Application arises under 11 U.S.C. §§ 503(b)(2), 328(a), 330, and 331. This Application is filed under Fed. R. Bankr. P. 2016 and 2002(a)(6). Notice of this Application is provided pursuant to the Notice and Service Requirements adopted pursuant to Local Rule 2002-1 and the Court’s order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). (ECF No. 124.)

BACKGROUND

6. On February 3, 2025, the Debtors filed an application to employ Fremstad as special litigation counsel for the Debtors effective February 3, 2025. (ECF No. 218.) The Court approved the application to employ Fremstad on February 20, 2025. (ECF No. 233.) A copy of that order is attached as **Exhibit A**.

7. On the Petition Date, the Debtors filed a motion for an order establishing interim compensation procedures. (ECF No. 11.) The Court entered an order on August 14, 2024, granting the motion and allowing professionals, including Fremstad, to file applications for compensation. (ECF No. 72.) A copy of that order is attached as **Exhibit B**.

8. This is Fremstad’s second application for allowance of fees and expenses under 11 U.S.C. § 331.

9. Fremstad believes that the Debtors are current in payment of ordinary operating expenses and any allowed administrative expenses, that any quarterly fees have been or will be paid as required to the United States Trustee, and that all monthly operating reports are being timely filed, including pursuant to any extensions granted by the United States Trustee.

RELIEF REQUESTED

10. By this Application, Fremstad requests allowance of fees for professional services rendered during these Chapter 11 cases between July 1, 2025, and July 31, 2025, in the amount of **\$5,761.50**, and reimbursement of expenses in the amount of **\$0**, for a total of **\$5,761.50**.

11. The professional services rendered by Fremstad are detailed on the attached **Exhibit C**. Those services include the tasks specifically described below:

Adversary Proceeding Against Sheyenne 32 North, LLC et al.: \$2,880.75

Services include drafting, reviewing, finalizing, serving and filing pleadings; analyzing issues and monitoring status; reviewing applicable law/rules; communication with other counsel and client representatives.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Mark Western	5.9	2025	\$375.00	\$2,212.50
Terri Bourcy Smith	4.05	2025	\$165.00	668.25
TOTAL	8.45			\$2,880.75

Blended Hourly Rate:	\$270.00
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Adversary Proceeding Against EPIC Gateway, LLC et al.: \$2,880.75

Services include drafting, reviewing, finalizing, serving and filing pleadings; analyzing issues and monitoring status; reviewing applicable law/rules; communication with other counsel and client representatives.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Mark Western	5.9	2025	\$375.00	\$2,212.50
Terri Bourcy Smith	4.05	2025	\$165.00	668.25
TOTAL	8.45			\$2,880.75

Blended Hourly Rate:	\$270.00
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TOTAL POST-PETITION FEES: \$5,761.50

12. **Reimbursement of Expenses.** In the course of this representation, Fremstad has also incurred expenses detailed on **Exhibit C**, and requests allowance thereof as follows:

<u>Expenses</u>	<u>Amount</u>
NONE	\$0
TOTAL	\$0.00

TOTAL EXPENSES: \$0.00

13. All services and expenses have been equally applicable to and therefore pro rated to each adversary matter (one-half to Sheyenne 32 North, LLC and one-half to Epic Gateway, LLC).

14. All services for which fees are requested by Fremstad were performed for and on behalf of the Debtors, and not on behalf of any committee, creditor, or other person.

15. The amount requested constitutes reasonable compensation for actual, necessary services rendered by Fremstad, based on the nature, the extent, and the value of such services, the time spent on such services, and the cost of comparable services other than in a case under Title 11. Fremstad has not entered into any agreement, express or implied, with any other party-in-interest, including the Debtors, any creditor, receiver, trustee, or any representative of any of them, or with any attorney for such party-in-interest in the proceedings, for the purpose of fixing fees or other compensation to be paid to such party-in-interest in the proceedings for services rendered or expenses incurred from the assets of the estate in excess of the compensation allowed by law.

WHEREFORE, Fremstad respectfully requests that the Court enter an order:

- A. Allowing Fremstad's fees incurred between July 1, 2025, and July 31, 2025, in the amount of \$5,761.50, and expenses in the amount of \$0, totaling \$5,761.50;
- B. Authorizing the Debtors to pay Fremstad such allowed post-petition fees and expenses;
- C. Granting administrative expense priority to Fremstad's allowed fees and expenses; and
- D. Granting such other and further relief as may be just and proper.

Dated: August 13, 2025

/s/ Mark Western

Joel M. Fremstad (ND ID #05541)

Mark Western (ND ID# 06181)

FREMSTAD LAW FIRM

P.O. Box 3143

Fargo, North Dakota 58108-3143

Phone: (701) 478-7620

joel@fremstadlaw.com

mark@fremstadlaw.com

ATTORNEYS FOR DEBTORS

AFFIDAVIT

I, Mark Western an attorney at Fremstad Law Firm, declare under penalty of perjury that the foregoing First Application of Fremstad Law Firm for Allowance of Fees and Expenses as Special Litigation Counsel for the Debtors for July 2025 is true and correct according to the best of my knowledge, information, and belief.

Dated: August 13, 2025

/s/ Mark Western

Mark Western

EXHIBIT A

*****NOTE TO PUBLIC ACCESS USERS***** Judicial Conference of the United States policy permits attorneys of record and parties in a case (including pro se litigants) to receive one free electronic copy of all documents filed electronically, if receipt is required by law or directed by the filer. PACER access fees apply to all other users. To avoid later charges, download a copy of each document during this first viewing. However, if the referenced document is a transcript, the free copy and 30-page limit do not apply.

**U.S. Bankruptcy Court
District of North Dakota**

Notice of Electronic Filing

The following transaction was received from vck entered on 2/20/2025 at 3:21 PM CST and filed on 2/20/2025

Case Name: EPIC Companies Midwest, LLC

Case Number: 24-30281

Document Number: 233

Docket Text:

Order Approving Application to Employ Joel M. Fremstad, Mark Western and Fremstad Law Firm as special litigation counsel for the Debtors (Related Doc # [218]). The application to employ is APPROVED subject to the limitations on compensation provided by 11 U.S.C. § 328. This order is not a determination that the services or rates charged are necessary and reasonable. The person or entity employed under this order shall file a fee application in accordance with the Bankruptcy Code and Federal Rules of Bankruptcy Procedures. See Fed. R. Bank. P. 2016, 2017 and 11 U.S.C. §§ 329, 330. Applicant must also comply with Local Rules. Applicant is also granted authority to apply for fees and expenses pursuant to #[72] Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Retained Professionals. As required by applicable federal rule or statute, the Movant shall serve this docket text only order on all appropriate parties that will not receive notice of electronic filing. By Judge Shon Hastings. (Text order only). Signed on 2/20/2025 (vck)

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA**

In re:

Jointly Administered

EPIC Companies Midwest, LLC,
EPIC Companies Midwest 2023, LLC,
EPIC Employee, LLC,
EOLA Capital, LLC, and
EC West Fargo, LLC,

Bankruptcy No. 24-30281
Bankruptcy No. 24-30282
Bankruptcy No. 24-30283
Bankruptcy No. 24-30284
Bankruptcy No. 24-30285

Debtors.

Chapter 11

**ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS**

Debtors filed a Motion for an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief. Doc. 11. Pursuant to the notice of the Motion [Doc. 16], objections to the Motion were due by July 30, 2024.

Debtors served notice of the Motion. The Court received no objections to the Motion. The Court held a hearing on the Motion on August 14, 2024. Based upon the Motion and the Declaration of Patrick Finn [Doc. 6] and for the reasons stated on the record at the August 14, 2024, hearing, the Court finds that the circumstances of these cases warrant granting the relief provided below.

IT IS ORDERED that, except as otherwise provided in any order of the Court, professionals employed in this bankruptcy case, including Fredrikson & Byron, P.A., shall be permitted to seek interim payment of compensation and reimbursement of expenses by filing monthly applications for interim compensation and reimbursement of expenses.

IT IS FURTHER ORDERED that Debtors are authorized to pay all reasonable amounts invoiced by Lighthouse Management Group, Inc. ("Lighthouse") for fees and expenses on a bi-weekly basis.

IT IS FURTHER ORDERED that Lighthouse will file with the Court and serve on Debtors, the United States Trustee, and any statutory committee appointed in this case (the "Notice Parties") a monthly staffing report, filed and served by the 20th of each month for the previous month, identifying the Lighthouse employees who worked on this case, the total hours billed by Lighthouse, and a summary of the tasks performed. Lighthouse will also file with the Court and serve on the Notice Parties a quarterly compensation report by the 20th of each month following the end of a quarter, showing the total fees and expenses for the preceding quarter. These reports will be deemed applications for interim compensation under sections 328 and 330. Parties in interest may object to the reports within 21 days after notice. The Court will rule on the applications after the deadline to object passes or after a hearing on the application.

IT IS FURTHER ORDERED that Debtors will allocate the fees and expenses approved among Debtors pro rata if the professionals charge for tasks that generally apply to all cases and to the appropriate Debtor if the tasks relate solely to a specific Debtor.

Dated: August 14, 2024.



SHON HASTINGS, JUDGE
UNITED STATES BANKRUPTCY COURT

EXHIBIT C



INVOICE

Invoice # 18214
Date: 08/05/2025
Due Upon Receipt

Fremstad Law

PO Box 3143
Fargo, ND 58108

EPIC Gateway & Sheyenne Adversary Actions

Bankruptcy

Date	Attorney	Notes	Quantity	Rate	Total
07/01/2025	MW	Review ECF filing regarding Amended Disclosure Plan;	0.10	\$375.00	\$37.50
07/01/2025	MW	Telephone conference with Patrick Finn regarding moving settlement strategy forward;	0.10	\$375.00	\$37.50
07/01/2025	MW	Review e-mail correspondence from attorney Gust regarding Sheyenne 32 N issues;	0.10	\$375.00	\$37.50
07/02/2025	MW	Review email correspondence from attorney Nixon regarding jury trial briefing joinder;	0.20	\$375.00	\$75.00
07/02/2025	MW	Revise/prepare supplemental briefing in each adversary proceeding regarding jury trial issues; Cursory review of motion for summary judgment briefing; Review emails from client and Landen Berning regarding closure on 32N issues;	1.30	\$375.00	\$487.50
07/02/2025	MW	Telephone conference with Patrick Finn regarding motion for summary judgment issues along with settlement discussions regarding 32N; Email correspondence to attorney Gust regarding same;	0.20	\$375.00	\$75.00
07/02/2025	TBS	Review emails to/from attorney Nixon; review draft brief; conference with Mark Western; finalize supplemental briefs in Sheryenne and Gateway adversary actions, prepare certificate of service and electronically serve and file with the court;	1.00	\$165.00	\$165.00
07/03/2025	MW	Review of ECF filings regarding linkage between various docket entries; Email correspondence to and from attorneys singer and Gust regarding global resolution of Sheyenne; Cursory review of documents received from attorney Singer's office (subordination agreement);	0.40	\$375.00	\$150.00
07/07/2025	MW	Emails to all counsel in Sheyenne for Rule 408	0.10	\$375.00	\$37.50

		conversations on Wednesday;			
07/07/2025	MW	Review of telephone message from Patrick Finn; Review of discovery overlap issues and email correspondence to Patrick Finn regarding same;	0.30	\$375.00	\$112.50
07/08/2025	MW	Telephone conference with Patrick Finn regarding discovery issues and macro-Gateway issues;	0.20	\$375.00	\$75.00
07/08/2025	TBS	Receive, download and review reply brief re jury trial issue;	0.10	\$165.00	\$16.50
07/08/2025	MW	Review of Briefing filed by attorney Singer in Sheyenne proceeding regarding jury trial issues; Review verbatim brief filed by attorney Singer in EPIC Gateway proceeding;	0.20	\$375.00	\$75.00
07/09/2025	MW	Prepare discovery responses regarding Gateway proceeding; Email to Patrick Finn regarding same;	1.60	\$375.00	\$600.00
07/09/2025	MW	Prepare for and attend TEAMS conference with attorneys Singer and Gust discussing settlement and "big picture" global issues and discovery;	0.50	\$375.00	\$187.50
07/10/2025	MW	Review ECF filing regarding application for compensation by Lighthouse;	0.10	\$375.00	\$37.50
07/10/2025	TBS	Receive, download and review reply of no objection re doc ID 379; prepare draft declaration of Patrick Finn; review documents responsive to Epic Gateway discovery requests, combine and Bates number; review, revise and finalize responses to Gateway North discovery requests and electronically serve; email Patrick Finn;	1.90	\$165.00	\$313.50
07/10/2025	MW	Prepare for and attend phone conference with Patrick Finn regarding discovery responses in Gateway; Prepare revisions and instruct for service along with document production;	1.20	\$375.00	\$450.00
07/10/2025	MW	Review ECF Motion to Approve compromise Rule 9019;	0.10	\$375.00	\$37.50
07/10/2025	MW	Review and analyze correspondence from attorney Singer regarding consolidation of all adversary proceedings; Review same with Patrick Finn;	0.20	\$375.00	\$75.00
07/11/2025	TBS	Receive, download and review motion to approve settlement;	0.10	\$165.00	\$16.50
07/14/2025	MW	Emails between all adversary proceeding counsel regarding response to motion to consolidate;	0.20	\$375.00	\$75.00
07/14/2025	TBS	Receive, download and review notice of motion to consolidate; update calendar; review email from attorney Nixon re response timing and hearing; review docket corrections; Receive, download	0.60	\$165.00	\$99.00

		and review additional pleadings in main bankruptcy;			
07/15/2025	TBS	Receive, download and review docket text re July 24 hearing;	0.10	\$165.00	\$16.50
07/15/2025	MW	Emails to and from opposing counsel regarding consolidation motion and moving Hearing;	0.20	\$375.00	\$75.00
07/15/2025	MW	Review of multiple ECF filings regarding payment as to debtor's counsel, Lighthouse, and undersigned counsel; Review ECF filing regarding change of debtor address;	0.10	\$375.00	\$37.50
07/16/2025	TBS	Prepare fourth application for compensation, exhibits and notice, electronically serve and file with the court;	0.80	\$165.00	\$132.00
07/17/2025	TBS	Receive, download and review docket pleadings 396-401, review emails and pleadings re motion to consolidate and update calendar;	0.30	\$165.00	\$49.50
07/17/2025	MW	Emails to all counsel regarding new date for filing objections and Hearing on Motion to Consolidate;	0.20	\$375.00	\$75.00
07/18/2025	MW	Review Orders for rescheduling Hearings on Motions to consolidate; Review ECF pleading regarding response to Amended Ch 11 Plan;	0.20	\$375.00	\$75.00
07/21/2025	MW	Emails from and to Patrick Finn re Rule 408 issues; Email correspondence to opposing counsel regarding Rule 408 issues;	0.20	\$375.00	\$75.00
07/21/2025	TBS	Receive, download and review additional pleadings (402-411); Receive, download and review order for rescheduled hearing in adversary proceeding re right to jury trial and update calendar;	0.70	\$165.00	\$115.50
07/22/2025	MW	Review email correspondence from attorney Gust regarding Rule 408 issues; Cursory review of documents from attorney Signer regarding Shyenne matter; Email correspondence to client regarding same;	0.30	\$375.00	\$112.50
07/23/2025	TBS	Receive, download and review recent docket pleadings; prepare draft joinder	0.70	\$165.00	\$115.50
07/23/2025	MW	Review email correspondence from attorney Singer seeking conference; Review of ECF filings regarding transfer of claims;	0.20	\$375.00	\$75.00
07/24/2025	MW	Email correspondence to and from attorney Nixon regarding timing of filing main Objection brief to Motion to Consolidate; Prepare revisions to draft joinders to Objection/Main Brief; Confirm filing of main brief and follow up instruct paralegal to file Joinder;	0.50	\$375.00	\$187.50

07/24/2025	TBS	Conference with Mark Western re joinder; revise and finalize joinder in objection to motions to consolidate in both adversary actions and electronically serve/file with the court;	0.70	\$165.00	\$115.50
07/24/2025	MW	Review ECF application for compensation from Fredrickson firm for main bankruptcy proceeding;	0.10	\$375.00	\$37.50
07/25/2025	MW	Emails from and to attorney Singer regarding Rule 408 communications on Sheyenne matter;	0.10	\$375.00	\$37.50
07/25/2025	MW	Review of ECF filing from attorney Gust regarding joinder to motion to consolidate;	0.10	\$375.00	\$37.50
07/28/2025	TBS	Receive, download and review certificate of mailing reclaim 412, certificate of mailing re claim 413, certificate of mailing re claim 414; Receive, download and review 11th application for compensation; receive, download and review joinder in motion to consolidate and declarations of Michael Gust in both adversary actions;	0.50	\$165.00	\$82.50
07/29/2025	MW	Multiple emails to and from attorney Gust and Patrick Finn regarding Rule 408 issues and regarding deposition issues;	0.20	\$375.00	\$75.00
07/30/2025	TBS	Receive, download and review recent pleadings in main bankruptcy case; conference with Mark Western re 7007.1 statements and prepare proposed filings;	0.60	\$165.00	\$99.00
07/30/2025	MW	Telephone conference with Patrick Finn regarding Rule 408 issues;	0.40	\$375.00	\$150.00
07/30/2025	MW	Emails to and from attorney Singer regarding call on 408 issues;	0.10	\$375.00	\$37.50
07/30/2025	MW	Conference with attorney Gust regarding global and 408 issues;	0.40	\$375.00	\$150.00
07/30/2025	MW	Telephone conference with Patrick Finn regarding 408 discussions and deposition discussions with attorney Gust;	0.70	\$375.00	\$262.50
07/31/2025	MW	Review of ECF filing regarding no objection for creditor committee application for compensation;	0.10	\$375.00	\$37.50
07/31/2025	MW	Prepare for and attend phone conference with attorney Singer regarding Rule 408 issues;	0.60	\$375.00	\$225.00

Time Keeper	Quantity	Rate	Total
Mark Western	11.8	\$375.00	\$4,425.00
Terri Smith	8.1	\$165.00	\$1,336.50

Subtotal \$5,761.50
Total \$5,761.50

Detailed Statement of Account

Other Invoices

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
17904	07/07/2025	\$8,593.50	\$2,425.50	\$6,168.00

Current Invoice

Invoice Number	Due On	Amount Due	Payments Received	Balance Due
18214	08/05/2025	\$5,761.50	\$0.00	\$5,761.50
Outstanding Balance				\$11,929.50
Total Amount Outstanding				\$11,929.50

Please make all amounts payable to: Fremstad Law

Payment is due upon receipt.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA

In re:

Jointly Administered

EPIC Companies Midwest, LLC,
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Bankruptcy No. 24-30281
Bankruptcy No. 24-30282
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Debtors.

Chapter 11

**NOTICE OF APPLICATION OF FREMSTAD LAW FIRM FOR ALLOWANCE OF
FEES AND EXPENSES AS SPECIAL LITIGATION COUNSEL FOR THE DEBTORS
FOR JULY 2025**

TO: The parties-in-interest as specified in the Notice and Service Requirements adopted pursuant to Local Rule 2002-1 and the Court's order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). (ECF No. 124.)

1. **NOTICE IS HEREBY GIVEN** that Fremstad Law Firm, as special litigation counsel for the Debtors, has filed its first application for allowance of fees and expenses, a copy of which is attached hereto and served upon you.

2. **NOTICE IS FURTHER GIVEN** that any objection to the application must be filed with the Clerk of the United States Bankruptcy Court, whose address is Quentin N. Burdick Courthouse, 655 First Avenue North, Suite 210, Fargo, North Dakota 58102, and served upon the attorney whose name and address is listed below, by **September 3, 2025, which is twenty-one (21) days from the date of the filing of this Notice**. Any objections not filed and served are deemed waived.

Dated: August 13, 2025

/e/ Mark Western

Joel M. Fremstad (ND ID #05541)

Mark Western (ND ID# 06181)

FREMSTAD LAW FIRM

P.O. Box 3143

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ATTORNEYS FOR DEBTORS